

EXHIBIT B

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11 Attorneys for Defendant U.S. Bank Trust National Association,
12 in its capacity as Indenture Trustee

13 **UNITED STATES DISTRICT COURT**
14 **NORTHERN DISTRICT OF CALIFORNIA**
15 **SAN JOSE DIVISION**

16 FINISAR CORPORATION, a Delaware
17 corporation,

18 Plaintiff,

19 U.S. BANK TRUST NATIONAL
20 ASSOCIATION, a national banking
association, not in its individual capacity,
but solely in its capacity as Indenture
21 Trustee on behalf of all Holders of Finisar
Corporation's 5 1/4% Convertible
22 Subordinated Notes due 2008, 2 1/2%
Convertible Senior Subordinated Notes due
23 2010, and 2 1/2% Convertible Subordinated
Notes due 2010, and DOES 1 through 10,
24 inclusive,

25 Defendants.

26 Case No. C 07-4052 JF (PVT)

27 **DEFENDANT U.S. BANK TRUST
NATIONAL ASSOCIATION'S RESPONSE
TO PLAINTIFF FINISAR
CORPORATION'S FIRST SET OF
REQUESTS FOR PRODUCTION OF
DOCUMENTS**

28 Complaint Filed: June 22, 2007
Trial Date Set: None Yet
Judge: Honorable Jeremy Fogel

29 *MM 10 2008*

1 For its responses and objections to Plaintiff Finisar Corporation's First Set of Requests
2 for Production of Documents to Defendant, U.S. Bank Trust National Association ("U.S. Bank")
3 states as follows:

4

5 **PRELIMINARY STATEMENT, RESERVATION OF**
6 **RIGHTS, AND CONTINUING GENERAL OBJECTIONS**

7 1. Nothing contained in any response to any category or topic shall be construed as
8 an admission by U.S. Bank relative to the existence or nonexistence of any information, and no
9 such response shall be construed as an admission respecting the relevance or admissibility of any
10 information or the truth or accuracy of any statement or characterization contained in any
11 category and topic.

12 2. U.S. Bank objects to the categories and topics to the extent they are cumulative or
13 duplicative of information already obtained or obtainable in discovery in this case.

14 3. U.S. Bank objects to every category and topic to the extent they seek the provision
15 of information that is subject to the attorney-client privilege, work product privilege, or other
16 privileges, on the grounds that privileged matter is exempt from discovery.

17 4. U.S. Bank objects to every category and topic to the extent that they seek
18 information not known or reasonably available to U.S. Bank.

19 5. U.S. Bank objects generally to every category and topic to the extent that they
20 refer to "any," or "all," when a limited amount of such information would in many cases be
21 sufficient, on the grounds that such a requirement makes the category or topic cumulative and
22 duplicative, overbroad, and unduly burdensome.

23 6. U.S. Bank has made and will make reasonable efforts to object and respond to
24 each category and topic as U.S. Bank understands and interprets them. If Finisar subsequently

asserts any interpretation of any category or topic that differs from U.S. Bank's interpretation, U.S. Bank reserves the right to supplement its objections and responses.

7. The general objections set forth above, and the objections to specific categories and topics set forth below, are made as to the matters that are clearly objectionable from the face of the category or topic. These objections are made without prejudice to, or waiver of, U.S. Bank's right to object on all appropriate grounds to specific information sought during the course of the deposition.

SPECIFIC OBJECTIONS AND RESPONSES TO DOCUMENT CATEGORIES

REQUEST NO. 1:

ALL DOCUMENTS comprising, evidencing, or referencing any COMMUNICATIONS RELATING TO any of the INDENTURES.

RESPONSE:

U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly burdensome. To the extent it seeks information protected from discovery by the attorney-client privilege and the work product doctrine, U.S. Bank objects to this request. U.S. Bank objects to this request to the extent it seeks information that is confidential or subject to the privacy rights of persons not a party to this litigation. Subject to these objections and the general objections above, U.S. Bank will produce any non-privileged responsive documents that are reasonably available to it at a time and place agreed to by the parties.

REQUEST NO. 2:

ALL DOCUMENTS comprising, evidencing, or referencing any COMMUNICATIONS RELATING TO any of the NOTES.

1 **RESPONSE:**

2 U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly
3 burdensome. To the extent it seeks information protected from discovery by the attorney-client
4 privilege and the work product doctrine, U.S. Bank objects to this request. U.S. Bank objects to
5 this request to the extent it seeks information that is confidential or subject to the privacy rights
6 of persons not a party to this litigation. Subject to these objections and the general objections
7 above, U.S. Bank will produce any non-privileged responsive documents that are reasonably
8 available to it at a time and place agreed to by the parties.

9
10 **REQUEST NO. 3:**

11 All DOCUMENTS RELATING TO any alleged DEFAULT.

12 **RESPONSE:**

13 U.S. Bank objects to this request on the grounds that it seeks information protected from
14 discovery by the attorney-client privilege and the work product doctrine. U.S. Bank objects to
15 this request to the extent it seeks information that is confidential or subject to the privacy rights
16 of persons not a party to this litigation. Subject to these objections and the general objections
17 above, U.S. Bank will produce any non-privileged responsive documents that are reasonably
18 available to it at a time and place agreed to by the parties.

19 **REQUEST NO. 4:**

20 All DOCUMENTS RELATING TO any alleged EVENT OF DEFAULT.

21 **RESPONSE:**

22 U.S. Bank objects to this request on the grounds that it seeks information protected from
23 discovery by the attorney-client privilege and the work product doctrine. U.S. Bank objects to
24

1 this request to the extent it seeks information that is confidential or subject to the privacy rights
2 of persons not a party to this litigation. Subject to these objections and the general objections
3 above, U.S. Bank will produce any non-privileged responsive documents that are reasonably
4 available to it at a time and place agreed to by the parties.
5

6 **REQUEST NO. 5:**

7 All DOCUMENTS comprising, evidencing, or referencing any COMMUNICATIONS
8 RELATING TO either any alleged DEFAULT or EVENT OF DEFAULT.
9

10 **RESPONSE:**

11 U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly
12 burdensome. U.S. Bank objects to this request on the grounds that it seeks information protected
13 from discovery by the attorney-client privilege and the work product doctrine. U.S. Bank
14 objects to this request to the extent it seeks information that is confidential or subject to the
15 privacy rights of persons not a party to this litigation. Subject to these objections and the general
16 objections above, U.S. Bank will produce any non-privileged responsive documents that are
17 reasonably available to it at a time and place agreed to by the parties.
18

19 **REQUEST NO. 6:**

20 All DOCUMENTS comprising, evidencing, or referencing any COMMUNICATIONS to
21 or from any HOLDER or any other PERSON RELATING to any of the NOTES or
22 INDENTURES.
23

24 **RESPONSE:**

25 U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly
26 burdensome. To the extent it seeks information protected from discovery by the attorney-client
27 privilege and the work product doctrine, U.S. Bank objects to this request. U.S. Bank objects to
28 this request to the extent it seeks information that is confidential or subject to the privacy rights

1 of persons not a party to this litigation. Subject to these objections and the general objections
2 above, U.S. Bank will produce any non-privileged responsive documents that are reasonably
3 available to it at a time and place agreed to by the parties.
4

5 **REQUEST NO. 7:**

6 All DOCUMENTS comprising, evidencing, or referencing any reports made or provided
7 by YOU to any HOLDER pursuant to Section 7.14 of the INDENTURES or otherwise.
8

9 **RESPONSE:**

10 U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly
11 burdensome. U.S. Bank objects to this request to the extent it seeks information that is
12 confidential or subject to the privacy rights of persons not a party to this litigation. To the
13 extent it seeks information protected from discovery by the attorney-client privilege and the
14 work product doctrine, U.S. Bank objects to this request. Subject to these objections and the
15 general objections above, U.S. Bank will produce any non-privileged responsive documents that
16 are reasonably available to it at a time and place agreed to by the parties.
17

18 **REQUEST NO. 8:**

19 All DOCUMENTS comprising, evidencing, or referencing any and all notices of any
20 DEFAULT provided by YOU to HOLDERS pursuant to Section 7.15 of the INDENTURES.
21

22 **RESPONSE:**

23 U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly
24 burdensome. U.S. Bank objects to this request on the grounds that it seeks information protected
25 from discovery by the attorney-client privilege and the work product doctrine. U.S. Bank
26 objects to this request to the extent it seeks information that is confidential or subject to the
27 privacy rights of persons not a party to this litigation. Subject to these objections and the general
28

1 objections above, U.S. Bank will produce any non-privileged responsive documents that are
2 reasonably available to it at a time and place agreed to by the parties.

3 **REQUEST NO. 9:**

4
5 All DOCUMENTS RELATING TO, or upon which YOU base, the First Affirmative
6 Defense alleged in the ANSWER.

7 **RESPONSE:**

8 U.S. Bank objects to this request on the grounds that it seeks information protected from
9 discovery by the attorney-client privilege and the work product doctrine. Subject to these
10 objections and the general objections above, U.S. Bank will produce any non-privileged
11 responsive documents that are reasonably available to it at a time and place agreed to by the
12 parties.

13 **REQUEST NO. 10:**

14
15 All DOCUMENTS RELATING TO, or upon which YOU base, the Second Affirmative
16 Defense alleged in the ANSWER.

17 **RESPONSE:**

18 U.S. Bank objects to this request on the grounds that it seeks information protected from
19 discovery by the attorney-client privilege and the work product doctrine. Subject to these
20 objections and the general objections above, U.S. Bank will produce any non-privileged
21 responsive documents that are reasonably available to it at a time and place agreed to by the
22 parties.

23 **REQUEST NO. 11:**

24
25 All DOCUMENTS RELATING TO, or upon which YOU base, the Third Affirmative
26 Defense alleged in the ANSWER.

1 **RESPONSE:**

2 U.S. Bank objects to this request on the grounds that it seeks information protected from
3 discovery by the attorney-client privilege and the work product doctrine. Subject to these
4 objections and the general objections above, U.S. Bank will produce any non-privileged
5 responsive documents that are reasonably available to it at a time and place agreed to by the
6 parties.

7 **REQUEST NO. 12:**

8 All DOCUMENTS RELATING TO, or upon which YOU base, the Fourth Affirmative
9 Defense alleged in the ANSWER.

10 **RESPONSE:**

11 U.S. Bank objects to this request on the grounds that it seeks information protected from
12 discovery by the attorney-client privilege and the work product doctrine. Subject to these
13 objections and the general objections above, U.S. Bank will produce any non-privileged
14 responsive documents that are reasonably available to it at a time and place agreed to by the
15 parties.

16 **REQUEST NO. 13:**

17 All DOCUMENTS RELATING TO, or upon which YOU base, the Fifth Affirmative
18 Defense alleged in the ANSWER.

19 **RESPONSE:**

20 U.S. Bank objects to this request on the grounds that it seeks information protected from
21 discovery by the attorney-client privilege and the work product doctrine. Subject to these
22 objections and the general objections above, U.S. Bank will produce any non-privileged
23

24 **RESPONSE:**

25 U.S. Bank objects to this request on the grounds that it seeks information protected from
26 discovery by the attorney-client privilege and the work product doctrine. Subject to these
27 objections and the general objections above, U.S. Bank will produce any non-privileged
28

1 responsive documents that are reasonably available to it at a time and place agreed to by the
2 parties.

3 **REQUEST NO. 14:**

4
5 All DOCUMENTS RELATING TO, or upon which YOU base, the Sixth Affirmative
Defense alleged in the ANSWER.

6 **RESPONSE:**

7
8 U.S. Bank objects to this request on the grounds that it seeks information protected from
discovery by the attorney-client privilege and the work product doctrine. Subject to these
9 objections and the general objections above, U.S. Bank will produce any non-privileged
10 responsive documents that are reasonably available to it at a time and place agreed to by the
11 parties.

12 **REQUEST NO. 15:**

13
14 All DOCUMENTS RELATING TO, or upon which YOU base, YOUR denial in the
ANSWER of the contentions by FINISAR in the COMPLAINT.

15 **RESPONSE:**

16
17 U.S. Bank objects to this request on the grounds that it seeks information protected from
discovery by the attorney-client privilege and the work product doctrine. Subject to these
18 objections and the general objections above, U.S. Bank will produce any non-privileged
19 responsive documents that are reasonably available to it at a time and place agreed to by the
20 parties.

21 **REQUEST NO. 16:**

22
23 All DOCUMENTS RELATING TO, or upon which YOU base, the request in the "Prayer
For Relief" in the ANSWER for the "[award to] the Trustee [of] the costs and expenses in this
24 action, including but not limited to reasonable attorneys' fees."

1 **RESPONSE:**

2 U.S. Bank objects to this request on the grounds that it seeks information protected from
3 discovery by the attorney-client privilege and the work product doctrine. Subject to these
4 objections and the general objections above, U.S. Bank will produce any non-privileged
5 responsive documents that are reasonably available to it at a time and place agreed to by the
6 parties.

7 **REQUEST NO. 17:**

8 All DOCUMENTS comprising, evidencing, or referencing any agreements by FINISAR
9 to pay to YOU any of YOUR costs, fees, or expenses RELATING TO YOUR duties as
10 "Trustee" under the INDENTURES.

11 **RESPONSE:**

12 U.S. Bank objects to this request on the grounds that it seeks information protected from
13 discovery by the attorney-client privilege and the work product doctrine. Subject to these
14 objections and the general objections above, U.S. Bank will produce any non-privileged
15 responsive documents that are reasonably available to it at a time and place agreed to by the
16 parties.

17 **REQUEST NO. 18:**

18 All DOCUMENTS RELATING TO the amount of YOUR costs, fees, or expenses that
19 RELATE TO YOUR duties as "Trustee" under the INDENTURES.

20 **RESPONSE:**

21 U.S. Bank objects to this request on the grounds that it seeks information protected from
22 discovery by the attorney-client privilege and the work product doctrine. Subject to these
23 objections and the general objections above, U.S. Bank will produce any non-privileged
24

1 responsive documents that are reasonably available to it at a time and place agreed to by the
2 parties.

3 **REQUEST NO. 19:**

4
5 All DOCUMENTS comprising any contract or other agreement (including specifically
6 indentures or indenture agreements) pursuant to which YOU serve or have served as an
7 indenture trustee and which contains any form of a clause, section, or other provision
RELATING TO the provision to the indenture trustee of reports or other documents filed, or to
be filed, with the Securities and Exchange Commission or other regulatory agency.

8 **RESPONSE:**

9
10 U.S. Bank objects to this request on the grounds that it is vague, overly broad and unduly
11 burdensome. U.S. Bank also objects on the ground that it is not reasonably calculated to lead to
12 the discovery of admissible evidence. To the extent it seeks information protected from
13 discovery by the attorney-client privilege and the work product doctrine, U.S. Bank objects to
14 this request. U.S. Bank objects to this request to the extent it seeks information that is
15 confidential or subject to the privacy rights of persons not a party to this litigation.

16 **REQUEST NO. 20:**

17
18 All DOCUMENTS RELATING TO, or upon which YOU base, the request in the "Prayer
19 For Relief" in the ANSWER for the "[award to] the Trustee [of] the costs and expenses incurred
in this action, including but not limited to reasonable attorneys' fees."

20 **RESPONSE:**

21
22 U.S. Bank objects to this request on the grounds that it is repetitive – see Response to
Request No. 16.

23 **REQUEST NO. 21:**

24
25 All DOCUMENTS identified in YOUR response to the INTERROGATORIES.

1 **RESPONSE:**

2 U.S. Bank incorporates the objections it asserted in its Answer to Interrogatories. Subject
3 to and without waiving these objections, U.S. Bank will produce any non-privileged responsive
4 documents that are reasonably available to it at a time and place agreed to by the parties.

5 **REQUEST NO. 22:**

6 All DOCUMENTS identified in YOUR DISCLOSURES.

7 **RESPONSE:**

8 To the extent it seeks information protected from discovery by the attorney-client
9 privilege and the work product doctrine, U.S. Bank objects to this request. U.S. Bank objects to
10 this request to the extent it seeks information that is confidential or subject to the privacy rights
11 of persons not a party to this litigation. Subject to and without waiving these objections, U.S.
12 Bank will produce any non-privileged responsive documents that are reasonably available to it at
13 a time and place agreed to by the parties.

14 **REQUEST NO. 23:**

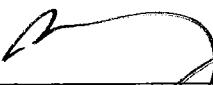
15 All DOCUMENTS identified or referenced in the JOINT CASE MANAGEMENT
16 STATEMENT.

17 **RESPONSE:**

18 To the extent it seeks information protected from discovery by the attorney-client
19 privilege and the work product doctrine, U.S. Bank objects to this request. U.S. Bank objects to
20 this request to the extent it seeks information that is confidential or subject to the privacy rights
21 of persons not a party to this litigation. Subject to and without waiving these objections, U.S.
22 Bank will produce any non-privileged responsive documents that are reasonably available to it at
23 a time and place agreed to by the parties.

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2 Dated: 3-14, 2008
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ATTORNEYS FOR DEFENDANT,
U.S. BANK TRUST NATIONAL
ASSOCIATION, in its capacity as Indenture
Trustee

fb.us.2654165.06

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CERTIFICATE OF SERVICE2
I declare that I am employed with the law firm of Morrison & Foerster LLP, whose address is
3 425 Market Street, San Francisco, California 94105-2482; I am not a party to the within cause; I am
4 over the age of eighteen years and I am readily familiar with Morrison & Foerster's practice for
5 collection and processing of correspondence for mailing with the United States Postal Service and
know that in the ordinary course of Morrison & Foerster's business practice the document described
below will be deposited with the United States Postal Service on the same date that it is placed at
Morrison & Foerster with postage thereon fully prepaid for collection and mailing.6
I further declare that on the date hereof I served a copy of:7
**DEFENDANT U.S. BANK TRUST NATIONAL
ASSOCIATION'S RESPONSE TO PLAINTIFF FINISAR
CORPORATION'S FIRST SET OF REQUESTS FOR
PRODUCTION OF DOCUMENTS**8
9
10 **BY U.S. MAIL [Code Civ. Proc sec. 1013(a)]** by placing a true copy thereof
enclosed in a sealed envelope with postage thereon fully prepaid, addressed as
follows, for collection and mailing at Morrison & Foerster LLP, 425 Market Street,
San Francisco, California 94105-2482 in accordance with Morrison & Foerster
LLP's ordinary business practices.11
12
13 I am readily familiar with Morrison & Foerster LLP's practice for collection and
14 processing of correspondence for mailing with the United States Postal Service, and
know that in the ordinary course of Morrison & Foerster LLP's business practice the
15 document(s) described above will be deposited with the United States Postal
Service on the same date that it (they) is (are) placed at Morrison & Foerster LLP
with postage thereon fully prepaid for collection and mailing.16
17 **BY ELECTRONIC SERVICE [Code Civ. Proc sec. 1010.6]** by electronically
mailing a true and correct copy through Morrison & Foerster LLP's electronic mail
system to the e-mail address(s) set forth below, or as stated on the attached service
list per agreement in accordance with Code of Civil Procedure section 1010.6.18
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I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed at San Francisco, California, this 14th day of March, 2008.

Mary E. Land
(typed)

Mary E. Jane
(signature)